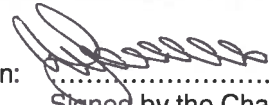




Draft minutes prepared on 27 July 2016 from contemporaneous notes
Draft minutes approved by the Chair via email on 27 July 2016

Approved by the Corporation:


Signed by the Chair

28/7/16
Date

Bradford College

MINUTES OF THE MEETING OF THE CORPORATION HELD: Thursday 7 July 2016

Present:

| | |
|--------------------------|---------------------------------------------------|
| Richard Wightman (Chair) | Governor |
| Paul Ashton | Governor |
| Nazam Azam | Governor (from minute 14) |
| Terry Davis | Governor |
| Robert Holden | Governor (Staff) |
| Dave Mann | Governor |
| Cath Orange | Governor |
| Karl Oxford | Governor |
| Debbie Rolls | Governor (Staff) |
| Cllr Dale Smith | Governor |
| Andy Welsh | Governor (Group Chief Executive Officer) ("GCEO") |

The quorum was six Governors

In Attendance:

| | |
|----------------|----------------------------------------|
| Nazam Azam | Observer (to minute 14) |
| Joanna Green | Clerk to the Corporation ("Clerk") |
| David Harwood | Principal |
| Liz Knowles | Assistant Clerk |
| Gareth Osborne | Group Chief Operating Officer ("GCOO") |
| Richard Thomas | Provost |

The meeting was held in the Bradford College Boardroom from 1600 until 1650 when, following an evacuation of Old Building, it moved to the Grove Restaurant, David Hockney Building, where it reconvened from 1700 until 1840.

It was chaired by Richard Wightman as Chair Elect.

L/R Denotes the time any Governor left/rejoined the meeting. A record identifying the individual concerned is held separately and is available on request.

0. Preliminaries

- 0.1 The Chair opened the meeting and the Clerk advised that a quorum was present.
- 0.2 The Chair reported that he had received a note of thanks from former Corporation Vice Chair Alan Jerome in response to the Corporation's letter congratulating him on receiving the MBE.
- 0.3 It was **NOTED** that the Register of Governor Attendance had been circulated but was not for discussion.

1. Introductions, Apologies for Absence and Disclosures of Interest

1.1 Introductions

The Chair welcomed Nazam Azam, a prospective Governor nominated by the Local Authority, who was attending the meeting at his invitation and whose appointment would be considered at Item 14.

1.2 Apologies for Absence

Apologies for absence were received from Eve Gregory and Ramindar Singh due to holidays, Nasreen Karim because of work commitments, Mazn Amhamed due to illness and non-Governors John Kenyon and David Hambleton due to holidays.

1.3 Disclosures of Interest

Disclosures of interest were made by Staff Governors Debbie Rolls (including as a UCU representative) and Robert Holden in respect of the proposed Further Education management restructure and the local area review. The Chair reminded Governors to declare interests as and when necessary.

2. Minutes of the meeting of 23 June 2016

2.1 The minutes of the meeting of 23 June 2016 were **AGREED** as a true and correct record and the Chair was duly authorised to sign them.

RESOLVED:

i. That the minutes of 23 June 2016 are a true and correct record and should be signed by the Chair.

3. Matters Arising

3.1 ***HE Leavers Destinations report, Principles of Governance in HE and HE Strategy:*** As the relevant information is not yet ready it was **AGREED** that these items would be brought to a meeting of the Corporation next term.

Provost/
Clerk

Declarations of interest as Directors of the Bradford College Education Trust (the Trust) were made by Richard Wightman, Chair and Andy Welsh, Group Chief Executive Officer (“GCEO”) in the following matter.

3.2 Samuel Lister Academy (SLA):

3.2.1 Andy Welsh, Group Chief Executive Officer (GCEO) referred to the Samuel Lister Academy (“SLA”) Ofsted report, the Trust’s reactive press statement, and the Trust’s action plan in response to the Ofsted inspection. He said the academy had been placed in Special measures and stressed there is much work to be done. An IEB (Interim Executive Board) is in place and the Trust will commission Feversham Education Trust as a school improvement partner. He said he meets weekly with the Trust’s Director of School Improvement and the action plan is reviewed on a weekly basis.

3.2.2 GCEO advised that College staff will be assigned to work with the Trust as appropriate. A full report will be brought to Corporation in October.

3.2.3 A Governor suggested that support from the College’s Teacher Education team might be beneficial in relation to the proposed

GCEO/
Agenda
20.10.16

development of EAL learner provision (English as an additional language) and the Provost said he would take this up with the Head of Faculty and the Principal of SLA.

Provost

- 3.2.4 In response to a question about governance at the Trust, GCEO said the Ofsted report identified areas for improvement, including that the local governing body is insufficiently challenging and is over-reliant on feedback from school leaders. He said the Trust board is looking at how to improve its oversight and scrutiny. It has commissioned an external review of its own performance and by the next ordinary meeting of Corporation a report will be available.
- 3.2.5 A Governor asked whether Governors may have confidence that the Corporation has adequate processes in place to monitor the performance of the Trust. GCEO emphasised that the College is not criticised in the Ofsted report but said he would encourage Governors to scrutinise and reflect on the College's contributions as sponsor, as the Regional Schools' Commissioner will want to see evidence of an effective relationship. The Chair commented that the Regional School's Commissioner clearly puts the focus on sponsors for improvement arrangements and expects them to help bring about change.
- 3.2.6 Governors thanked GCEO for his update and it was **AGREED** that a further report would be brought to the meeting of 20 October 2016.

RESOLVED:

- i. To instruct GCEO to report to the Corporation meeting in October 2016.*

GCEO/
Agenda
20.10.16

4. Risk Report

- 4.1 A paper concerning the outcomes from a statutory compliance audit, which was accidentally missed out of the pack of documents for the 23 June 2016 meeting, was tabled for information and it was **AGREED** to receive the report.

RESOLVED

- i. To receive the report.*

5. Data Dashboard

- 5.1 Governors reviewed the Data Dashboard **NOTING** that there were no material changes since the previous version. They **AGREED** to monitor attendance closely next year. It was **NOTED** that the "forecast" figure in the dashboard for this year must be revised. The Principal said management is on track to complete all the lesson observations of the high risk curriculum areas for 2015/16 and indications are that achievement will be higher this year than last.
- 5.2 In answer to whether the 3% target for sickness absence is achievable, GCEO said while management had hoped the actual figure would be lower, the target of 3% was always going to present a significant challenge. He said by July the figure should come down but the target will not be hit and Governors should note that the management forecast must be revised.
- 5.3 A Governor asked how confident management is of closing the 1,760 gap between current Further Education ("FE") applications for 2016/17 and the target of 4,600. Gareth Osborne, the Group Chief Operating Officer ("GCOO") said he was quietly confident, having taken into account conversion rates and higher applicant numbers anticipated in July, August and into September.

- 5.4 Asked what challenges the additional Education Funding Agency funding will create, the Principal said group sizes may increase and there will be demand for additional classroom space, particularly in Business and Computing and Health and Social Care; he said this can be met at no additional cost. GCEO said the hoped for growth on apprentices creates a risk going into the next academic year and there is a need to have carefully planned curriculum change to grow even more. He said management will come to Corporation early into the new academic year asking whether Governors want to take that risk or not. Exec, to fix
- 5.5 Governors discussed the risk of not hitting the 24+ loans target and the possibility of the College offering online access programmes as part of the allocation. The meeting heard that take-up this year was 191 students and a system has now been established whereby all 19+ students are automatically sent information on the loans.
- 5.7 The Principal confirmed that before the 20 October 2016 Corporation meeting, the Executive will supply to Governors proposed new FE targets, together with data to inform Governors' judgements when target setting. Principal/ Agenda 20.10.16
- 5.8 A Governor asked what progress has been made with the planned Higher Education ("HE") and corporate dashboards. The Provost said his team is awaiting the detail of the new TEF (Teaching Excellence Framework) metrics, as that will inform the content of the HE dashboard to a large extent. He confirmed that the Corporation will be in a position to set HE targets in October. Provost/ Agenda 20.10.16
- 5.9 GCEO said now that the budget has been set, the corporate dashboard should also be ready to be populated with the detail of targets at the October meeting. GCEO/ Agenda 20.10.16

RESOLVED:

- i. To formally note that attendance is a key area of concern for the Corporation and robust monitoring should be undertaken next year.*
- ii. To receive the report.*

1650 Due to a Fire Alarm, all those present left the meeting.

1700 The meeting reconvened in the Grove Restaurant, David Hockney Building with all present who were present previously, except GCOO who oversaw the evacuation.

6. Advanced Learning Loans Equality Impact Report

- 6.1 Governors **NOTED** that the College's data shows a fairly even take-up of loan funding across all ethnic backgrounds.

RESOLVED:

- i. To receive the report.*

7. FE Restructure Update

- 7.1 The Principal said job descriptions have been agreed and shared with staff representatives; all roles will be advertised internally initially. Governors **NOTED** that the intention is for all posts to be filled by September.

RESOLVED:

- i. To receive the report.*

8. FE Policy Approval Delegations

- 8.1 The Clerk reported that this was placed on the Agenda in anticipation of the Executive possibly wishing to recommend to the Corporation that the Academic Board's delegated authority to approve FE policies and procedures should either be removed from it and vested in the new FE Senior Leadership Team ("SLT") instead, or extended to the SLT as well. In the event, she said, the Executive is not yet ready to have the discussion, so the Item is withdrawn for now and approvals will be referred to the Academic Board for the time being.
- 8.2 A Governor commented that this would be a big change from taking policies to a body with an elected membership to a body made up solely of senior leaders.
- 8.3 It was **AGREED** that, if required, the Item should be brought to the October meeting of the Corporation, together with terms of reference for both Academic Board and the SLT.

Provost/
Principal/
Agenda
20.10.16
(if needed)

9. Local Area Review Recommendations

- 9.1 GCEO said now that the Steering Group report has been issued, Governors must take a decision as a body on the recommendations it contains, so far as they affect the College's status or operations and having had regard to their legal duties generally, including under charity law.
- 9.2 Governors discussed the recommendation that Bradford College remain as a stand-alone institution, focussing on the further and higher education needs of Bradford District and that it develop a joint venture with Leeds College of Building to deliver construction training to learners in the Bradford area. They **AGREED** to accept this recommendation but to formally state that the College remains open to collaborative opportunities, including mergers.
- 9.3 Governors then discussed another of the Steering Group's recommendations, which they **AGREED** might affect the College's operations: the proposed merger of Shipley College, the Keighley Campus of Leeds City College and Craven College, along with, potentially, some of the other North Yorkshire colleges. Governors **AGREED** that they were not minded to oppose this recommendation, **NOTING** that such a merger may present both risks and opportunities for the College.
- 9.4 GCEO and the Chair were thanked for their contributions to the area review to date.

RESOLVED:

- i. To accept the recommendations of the Local Area Review Steering Group report to the extent that they affect the College's status or operations, but to state that the College remains open to collaborative opportunities, including mergers.*
- ii. To receive the report.*

10. Equality and Diversity Committee Report and Strategy Approval

- 10.1 GCEO presented the Equality and Diversity Committee report and draft Equality and Diversity Strategy, which the Committee had been revising over recent meetings, with some direct Governor input. He said the draft Strategy is ready for Corporation approval but Governors should note that the table at page 7

onwards is indicative only at this stage; SMART performance indicators will be proposed at a later date.

- 10.2 Governors discussed the draft strategy and some Governors asked whether all the amendments agreed at the last Equality and Diversity Committee meeting have been captured. GCEO said some additional content, including illustrative diagrams and information about the local, regional and national macro context is still to be added for information, but it will not affect the strategic approach or direction. This was **NOTED**.
- 10.3 GCEO said he would refer a Governor's question about the diversity of the Equality and Diversity Committee's membership to the Academic Board and request a response and this was **AGREED**.

RESOLVED:

- i. To approve the Equality and Diversity Strategy;*
- ii. To receive the report.*

L 16.20

11. Report on Anti-Social Behaviour

- 11.1 As GCOO was still overseeing the evacuation, the Principal presented his report, which was entitled "Positive Behaviour report". He outlined some of the measures that have been put in place both internally and with outside agencies to tackle anti-social behavior and promote positive behaviour on campus and in the surrounding areas. A Governor asked whether the level of activity described in the report is sustainable and the Principal said it is.
- 11.2 A Governor asked how the impact of the various interventions will be measured. The Principal said the SPOC (Student Perception of Courses) reports will be used, along with focus groups, staff perception surveys, monitoring of statistics, security incident reports and Health and Safety Committee minutes.
- 11.3 A Governor asked if the College is working with Bradford University in this area and GCEO said yes, the two institutions collaborate on many joint initiatives, such as Student Safe Spot and City Centre Beat.
- 11.4 In response to a question regarding drug use on campus and whether the relevant policies and procedures are enforced, GCEO said they are. A Staff Governor pointed out that all students should be aware of the College's drugs policy, as acceptance of it is a part of their Learner Agreement.
- 11.5 The Chair thanked the Principal and it was **AGREED** to receive the report.

RESOLVED:

- i. To receive the report.*

R 17.35

12. Capital Development Strategy

- 12.1 In the absence of GCOO, GCEO presented the Capital Development Strategy update. He said the College continues to work closely with architect firm Bond Bryan to explore high level options emerging from the updated Accommodation

GCOO

Strategy; current figures suggest there is potential to reduce the estate by a further 20,000m², leaving an estate of approximately 55,000m².

- 12.2 Governors discussed GCOO's paper and asked why the Executive is proposing to vacate the leased facilities at Bowling Back Lane. GCEO explained that there is a capacity issue, as well as a need to look at the changing curriculum: how it will need to be delivered in the future and how it will fit into the estate.
- 12.3 Governors **AGREED** that the curriculum must drive the initiative. Asked whether there is a separate property strategy which aligns with the curriculum strategy, GCEO replied that the new property strategy is in development; Governors last received an update in December. Both curriculum leads are involved in the process and the curriculum will drive any recommendations put forward. He said all options are being kept open currently.

R 17.35 Gareth Osborne rejoined the meeting.

- 12.4 Prompted by discussions about the possibility of disposing of the Old Building and/or Lister Building, Governors discussed the College's room utilisation rate, currently 16% (20% in the David Hockney Building), noting that this is a common driver for curriculum change. The Executive reported that a utilisation audit is planned to help the College assess what size of estate is optimal.
- 12.5 In terms of benchmarking, the meeting heard that 40% utilisation is generally aimed at in the FE Sector, whereas 30% is considered good in the HE Sector. Governors **NOTED** that such levels are unlikely to be achieved by colleges with multi-site campuses and rapidly changing curriculum.

RESOLVED:

- i. To receive the report.*

13. Audit Committee Report

- 13.1 Paul Ashton, the Audit Committee Chair, referred Governors to the Audit Committee meeting synopsis, the contents of which were **NOTED**. The Clerk advised that the External Auditor had said their proposed fee for 2016-17 is in line with their original tender. It was **AGREED** that the fee should be approved.
- 13.2 Paul Ashton drew particular attention to the External Audit Plan, which the Committee had shared with Governors for information, having first approved it. He referred to the detail of additional services provided to the College by the External Auditor and of how independence and objectivity were safeguarded. The Committee's advice that the Corporation could be satisfied in this regard was **NOTED**.

L 18.00

- 13.3 The Audit Committee had reviewed draft detailed financial procedures concerning credit control and debt management, which will require Corporation approval in line with the Financial Regulations. However, upon the Provost identifying a concern about an aspect of the drafting that was not picked up at the Executive meeting, it was **AGREED** to defer approval of the procedures until a future meeting.

R 18.05

- 13.4 Referring to the draft detailed financial procedures, a Governor asked if it was usual to contract with debt collectors to chase students. The Provost said in some circumstances this is done, in accordance with strict and clear guidelines.

L 18.10

- 13.5 The Audit Committee had recommended that its Annual Calendar be amended by the removal of the Internal Audit Service Draft Annual Report from the final meeting of the year to the first meeting of the year. This was **AGREED** and the amended Annual Calendar of business was **APPROVED**.

R 18.15

RESOLVED:

- i. To defer approval of the Credit Control and Debt Management policies;*
- ii. To approve the External Audit fees set out in the External Audit Plan;*
- iii. To approve the Audit Committee Annual Calendar of Business subject to the amendment described at minute 13.4 above;*
- iv. To note the advice of the Audit Committee in respect of:*
 - a. The detail of the External Audit Plan;*
 - b. The additional services provided by the External Auditor;*
 - c. The Internal Audit Plan;*
 - d. The effectiveness of the systems of internal control; and*
 - e. The implementation of audit recommendations.*
- v. To resolve to receive the Audit Committee's minutes and synopsis, the External Audit Plan and the Audit Committee's Annual Calendar of Business.*

Prov/Fin
Controller

14. Search Committee Report

- 14.1 Dale Smith, the Search Committee Chair, spoke to the report and minutes. He referred to the Standing Orders and said the Search Committee recommended to Corporation the amendments set out in its meeting synopsis. It was **AGREED** that the amendments should be adopted with immediate effect.

- 14.2 Dale Smith then referred to the Search Committee's duty to advise the Corporation on the appointment of new Governors. It was **NOTED** that one prospective Independent Governor, Cllr Nazam Azam, was present at the meeting having attended as an observer. Cllr Azam was asked to leave while his suitability, along with that of the other candidates, was discussed.

L 18.20 Nazam Azam left the meeting.

- 14.3 Dale Smith referred to the confidential profiles which had been shared with Governors and said the Search Committee is presenting three candidates as potentially suitable for appointment as Independent Governors:
- Nazam Azam is a City of Bradford Metropolitan District Council Whips Office nominee. A graduate and a Labour Councillor in City Ward, he sits on the Authority's Education Appeals Panel and Employee Appeals Panel.
 - Sameena Akhtar, another Whips Office nominee, is a law graduate and a Labour councillor in Manningham Ward. She sits on the Authority's Corporate Overview and Scrutiny Committee.

- Rizwana Mahmood, a headteacher who is an alumna of the College, has an interest in equality and diversity and previous governance experience.

14.4 It was **AGREED** that Nazam Azam should be appointed with immediate effect and Sameena Akhtar with effect from the end of the meeting. It was further **AGREED** that Rizwana Mahmood should be invited to meet with the Chair of the Corporation and, subject to both being happy to progress the appointment, she should be appointed by Chair's Action, or by resolution of the Corporation at its next meeting.

RESOLVED:

- | | | |
|------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------|
| i. | <i>To appoint Cllr Nazam Azam to the Corporation for a period of four years with immediate effect.</i> | Com Sec |
| ii. | <i>To appoint Cllr Sameena Akhtar to the Corporation for a period of four years with effect from the end of the meeting.</i> | Com Sec |
| iii. | <i>That following a meeting between the Chair and Rizwana Mahmood, subject to it being mutually satisfactory, to delegate to the Chair the authority to appoint her to the Corporation for a period of four years from the date of her first meeting; alternatively to defer the decision to the next convenient meeting.</i> | Com Sec |
| iv. | <i>To receive the Search Committee minutes and synopsis and related papers.</i> | |

R 18.25 Nazam Azam rejoined the meeting.

14.5 The Chair reported to Nazam Azam that his appointment had been approved with immediate effect. He welcomed him to the Corporation.

14.6 Dale Smith reported that the Search Committee is recommending no changes to its Terms of Reference or Annual Calendar of Business. This was **NOTED**.

15. Governor Survey and Governance QIP Update

15.1 The survey for Governors was distributed and the Clerk undertook to report back on the outcomes once the results are compared with those of the survey undertaken in January 2016.

15.2 The Clerk presented the latest version of the Governance QIP. She said there is an issue around training needs which will be addressed in the first term of the new academic year.

15.3 The Clerk reported that the full self-assessment to include compliance with the Gode of Good Governance would take place at a special meeting to be held on 8 September 2016. It has been envisaged that this would happen at the end of this academic year, but there has been slippage in other areas.

15.4 Referring to the areas for improvement currently RAG rated red, the Clerk advised that item 4, Target setting and appraisal for senior postholders, should be coded green by October. In terms of Item 5 and capacity issues, she advised that some inroads have been made into the backlog of work and hopefully with a different schedule in place for the forthcoming year, together with earlier agenda planning and improved communication between the Executive and the Clerk, this item will move to amber.

15.5 The Clerk informed the meeting that some information on careers and FE learners needs to be brought to the Corporation and the Principal said he would take this on board and make information available next academic year.

Principal

15.6 Governors **NOTED** the progress made and the Chair acknowledged everyone's hard work and the hours Governors have put in.

RESOLVED:

i. That the Corporation is substantially satisfied with progress against the Governance QIP targets and has noted areas for improvement.

ii. To receive the report.

16. Minutes of the Subsidiary Companies

16.1 The minutes of the Subsidiary Companies had been circulated as a matter of information. A Governor commented that it would be useful to have any terms of reference for the subsidiaries' boards and this was **AGREED**.

16.2 It was **AGREED** to receive the minutes.

RESOLVED:

i. To distribute any Terms of Reference for the Subsidiary Companies' boards.

ii. To receive the minutes.

17. Dates of Meetings 2016

Thursday 28 July 2016, special meeting, 1600 - 1830

Thursday 8 September, special meeting (self-assessment) 1600 - 1900

18. Other Business

18.1 Dale Smith reported that he had attended the HE TAP (training and planning) day symposium and found it interesting and impressive.

18.2 GCEO said as it would be his last meeting of the academic year, he would like to take the opportunity to thank all staff and in particular his Executive colleagues, who have done a terrific job throughout the year.

18.3 There being no further business, the Chair thanked everyone for their attendance and the meeting closed at 1840.